

**BEFORE THE
NORTH CAROLINA UTILITIES COMMISSION**

Docket No. P-772, Sub 8
Docket No. P-913, Sub 5
Docket No. P-989, Sub 3
Docket No. P-824, Sub 6
Docket No. P-1202, Sub 4

FILED
JUN 29 2004
Clerk's Office
N.C. Utilities Commission

In the Matter of)	
)	
Joint Petition NewSouth Communications Corp. <u>et al</u> for Arbitration with BellSouth Telecommunications, Inc.)	JOINT PETITIONERS' RESPONSES TO BELLSOUTH TELECOMMUNICATIONS, INC.'S FIRST SET OF INTERROGATORIES
)	

NewSouth Communications Corp. ("NewSouth"), NuVox Communications, Inc. ("NuVox"), KMC Telecom V, Inc. and KMC Telecom III, LLC (collectively "KMC"), and Xspedius Communications, LLC ("Xspedius"), (collectively the "Joint Petitioners" and individually the "Respondent"), by and through their attorneys, hereby submit the following substantive responses to the First Set of Interrogatories propounded by BellSouth Telecommunications, Inc. ("BellSouth").

GENERAL OBJECTIONS

1. Joint Petitioners object to each and every Interrogatory to the extent that it seeks production of information that is protected from disclosure by the attorney work product privilege, attorney-client communication privilege, or other applicable privilege.
2. Joint Petitioners object to each and every Interrogatory to the extent that it seeks production of information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence.
3. Joint Petitioners object to each and every Interrogatory to the extent that it is vague, overly broad, or contains undefined terms susceptible to multiple meanings.
4. Joint Petitioners object to each and every Interrogatory to the extent that it seeks production of information that is a matter of public record, for example, documents that have been filed with a government agency.

5. Joint Petitioners object to each and every Interrogatory to the extent that it seeks production of information that is in the possession, custody, or control of BellSouth
6. Joint Petitioners object to each and every Interrogatory to the extent that it seeks production of information that is not in the possession, custody, or control of the Joint Petitioners.
7. Joint Petitioners object to each and every Interrogatory on the ground that they seek information for an indeterminate period of time and is thus overly broad and unduly burdensome. Joint Petitioners will provide non-privileged information that is responsive to the issue to which the Interrogatory responds.
8. Joint Petitioners object to each and every Interrogatory to the extent that it imposes a burden of discovery not required in the Rules of Civil Procedure.
9. Joint Petitioners object to each and every Interrogatory to the extent that it is unduly burdensome, expensive, or oppressive to respond to as presently written, particularly where an Interrogatory seeks information regarding "all" instances or examples.
10. Joint Petitioners' subsequent responses to BellSouth's Interrogatories shall not be deemed an admission as to the relevance or materiality of any of the information sought therein. As discovery is ongoing in this matter, Joint Petitioners reserve the right to supplement and update these responses.

1. Identify all persons by name, address, and employer participating in the preparation of the answers to these Interrogatories or supplying information used in connection therewith.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. Joint Petitioners also object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox/NewSouth, KMC and Xspedius Response:

The information requested herein has been previously provided to BellSouth. The name, address, and employer of parties participating in the subject testimony can be found within the written testimony. In addition, Joint Petitioners state that counsel assisted with the written testimony. The names, addresses, and employers for counsel are contained in the record. Given the ongoing nature of the discovery process, Petitioners reserve the right to amend or supplement this response should the circumstances warrant such action.

2. For each issue that you are identified as sponsoring in the Testimony, please identify all portions of the testimony by line and page number that you drafted or someone else drafted pursuant to your supervision. If someone else drafted your testimony, please identify that person.

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it is unnecessary and unduly burdensome. Joint Petitioners also object on the ground that this Interrogatory seeks information that is protected by the attorney work product doctrine, attorney-client privilege, or other applicable privilege. This matter involves testimony regarding over seventy-five issues, and Joint Petitioners have provided BellSouth with a chart identifying the sponsors of all portions of the subject testimony. As Joint Petitioners are represented by counsel, Joint Petitioners' testimony was created with the assistance and under the guidance of counsel. Each witness actively participated in the drafting, review and editing of every portion of testimony that they sponsored and, as indicated, they have adopted it as their own. Joint Petitioners will not provide responsive information.

3. Please provide the basis and identify all facts and/or documents that support your statement on Page 19 of the Testimony that "BellSouth's proposed language is designed to provide it with the opportunity to, in effect, hold newly adopted rate amendments hostage, and allow BellSouth to delay the implementation of an approved rate to the extent that the Commission's decision is unfavorable to it."

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners also object that this item seeks discovery of information protected by the attorney-client privilege, attorney work product doctrine, or other applicable privilege. On the basis of these objections, Joint Petitioners will not provide responsive information. Joint Petitioners also note that such information is already in the possession of BellSouth.

4. Please provide the basis and identify all facts and/or documents that support your statement on Page 21 of the Testimony that "this is a restrictive definition designed to serve some undefined and hereto fore undisclosed BellSouth motive."

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners also object that this item seeks discovery of information protected by the attorney-client privilege, attorney work product doctrine, or other applicable privilege. On the basis of these objections, Joint Petitioners will not provide responsive information.

5. Please provide the basis and identify all facts and/or documents that support your statement on Page 22 of the Testimony that "[f]or example, under BellSouth's proposed definition of 'End User,' it is arguable that certain types of CLP customers, such as Internet Service Providers ('ISPs'), might not be considered to be 'End Users.'"

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners also object that this item seeks discovery of information protected by the attorney-client privilege, attorney work product doctrine, or other applicable privilege. On the basis of these objections, Joint Petitioners will not provide responsive information.

6. Please provide the basis and identify all facts and/or documents that support your statement on Page 25 of the Testimony that "[c]ertain traffic passed to NewSouth by BellSouth over our Supergroups with a 0 CIC would likely result in unbillable and uncollectible revenues." In providing a response, please identify the traffic at issue and all instances when such traffic actually resulted in unbillable and uncollectible revenues, identifying the amounts of any unbillable and uncollectible revenues.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox Response:

The testimony referenced within this Interrogatory is solely that of NewSouth. As is evident within the written testimony, NuVox did not sponsor the noted testimony and, therefore, NuVox will provide no response to this Interrogatory.

NewSouth Response:

It is NewSouth's understanding and belief that a Carrier Identification Code (or CIC) of zero (0) is never assigned to a carrier. Therefore, traffic with a 0 CIC passed by BellSouth to NewSouth over its Supergroups does not identify any carrier, and NewSouth is unable to bill and collect for this traffic. In further response to this Interrogatory, NewSouth identifies those documents produced in response to Request for Production No. 5. Given the ongoing nature of the discovery process, NewSouth reserves the right to amend or supplement this response should the circumstances warrant such action.

KMC Response:

The testimony referenced within this Interrogatory is solely that of NewSouth. As is evident within the written testimony, KMC did not sponsor the noted testimony and, therefore, KMC will provide no response to this Interrogatory.

Joint Petitioners
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Xspedius Response:

The testimony referenced within this Interrogatory is solely that of NewSouth. As is evident within the written testimony, Xspedius did not sponsor the noted testimony and, therefore, Xspedius will provide no response to this Interrogatory.

7. Regarding Issue No. G-4, please identify all telecommunications interconnection agreements that contain a provision that is identical or similar to the provision you are requesting the Commission adopt in this proceeding

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners also object given the information requested is in the public domain and available to BellSouth through other means. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox Response:

NuVox identifies those documents produced, if any, pursuant to Request for Production No. 6. Given the ongoing nature of the discovery process, NuVox reserves the right to amend or supplement this response should the circumstances warrant such action.

NewSouth Response:

NewSouth identifies those documents produced, if any, pursuant to Request for Production No. 6. Given the ongoing nature of the discovery process, NewSouth reserves the right to amend or supplement this response should the circumstances warrant such action.

KMC Response:

KMC identifies those documents produced, if any, pursuant to Request for Production No. 6. Given the ongoing nature of the discovery process, KMC reserves the right to amend or supplement this response should the circumstances warrant such action.

Xspedius Response:

Xspedius identifies those documents produced, if any, pursuant to Request for Production No. 6. Given the ongoing nature of the discovery process, Xspedius reserves the right to amend or supplement this response should the circumstances warrant such action.

8. Regarding Issue No. G-4, please identify all contracts that you have with your customers, end users, vendors, or other third-parties that contain a provision that is identical or similar to the provision you are requesting the Commission adopt in this proceeding.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. Joint Petitioners object to this Interrogatory on the grounds that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox Response:

NuVox identifies those documents produced, if any, pursuant to Request for Production No. 7. Given the ongoing nature of the discovery process, NuVox reserves the right to amend or supplement this response should the circumstances warrant such action.

NewSouth Response:

NewSouth identifies those documents produced, if any, pursuant to Request for Production No. 7. Given the ongoing nature of the discovery process, NewSouth reserves the right to amend or supplement this response should the circumstances warrant such action.

KMC Response:

KMC identifies those documents produced, if any, pursuant to Request for Production No. 7. Given the ongoing nature of the discovery process, KMC reserves the right to amend or supplement this response should the circumstances warrant such action.

Xspedius Response:

Xspedius identifies those documents produced, if any, pursuant to Request for Production No. 7. Given the ongoing nature of the discovery process, Xspedius reserves the right to amend or supplement this response should the circumstances warrant such action.

9. Please provide the basis and identify all facts and/or documents that support your statement on Page 28 of the Testimony that "the standard liability-cap formulations - starting from a minimum (in some of the more conservative contexts such as government procurements, construction and similar matters) of 15% to 30% of the total revenues actually collected or otherwise provided for over the entire term of the relevant contract - more universally appearing in commercial contracts."

OBJECTION: Joint Petitioners object to the Interrogatory on the ground that it is vague, overly broad, and unduly burdensome. Joint Petitioners also object to this Interrogatory on the ground that it seeks information that is protected under the work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. Based on these objections, the Joint Petitioners will not provide responsive information.

10. Please provide the basis and identify all facts and/or documents that support your statement on Page 28 of the Testimony that "[t]he Petitioners' proposed risk-vs.-revenue trade off has long been a staple of commercial transactions across all business sectors, including regulated industries such as electric power, natural resources and public procurements and is reasonable in telecommunications service contracts as well." In responding to this Interrogatory, please identify each and every contract and/or commercial transaction in "electric power, natural resources and public procurement" that support your testimony.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners also object that this item seeks discovery of information protected by the attorney-client privilege, attorney work product doctrine, or other applicable privilege. On the basis of these objections, Joint Petitioners will not provide responsive information.

11. Please identify the "long-established principles of general contract law and equitable doctrines," with appropriate legal citations that you are referring to on Page 28 of the Testimony.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners also object that this item seeks discovery of information protected by the attorney-client privilege, attorney work product doctrine, or other applicable privilege. On the basis of these objections, Joint Petitioners will not provide responsive information.

12. Please identify all facts, legal authority and/or documents that support your statement on Page 29 of the Testimony that "[i]n my experience, it is a common-sense and universally-acknowledged principle of contract law that a party is not required to pay for non-performance or improper performance by the other party." In responding to this Interrogatory, please identify each and every "experience" you have had that supports your statement.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners also object that this item seeks discovery of information protected by the attorney-client privilege, attorney work product doctrine, or other applicable privilege. On the basis of these objections, Joint Petitioners will not provide responsive information.

13. Please identify all facts, legal authority and/or documents that support your statement on Page 29 of the Testimony that "a breach in the performance of services results in losses that are greater than their wholesale costs"

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox, NewSouth, KMC and Xspedius Response:

The statement referenced within this Interrogatory expresses the opinion of policy witnesses that a breach by BellSouth will, if it is of such a nature that it affects, delays, or degrades the service provided by a CLP to a customer, will impose harm on the CLP, in terms of lost revenue, goodwill, and/or brand value, that exceeds the amount paid to BellSouth to obtain the relevant wholesale inputs. Given the ongoing nature of discovery, Joint Petitioners reserve the right to amend or supplement this response should circumstances warrant such action.

14. Please identify all facts, legal authority and/or documents that support your statement on Page 29 of the Testimony that "these losses will ordinarily cost a carrier far more in terms of direct liabilities vis-a-vis those of their customers who are relying on properly-performed services under this Agreement, not to mention the broader economic losses to these carriers' customer relationships as a likely consequence of any such breach."

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox, NewSouth, KMC and Xspedius Response:

See Response to Interrogatory No. 13.

15. Regarding your statements on Page 29 of the Testimony, please identify any cost study, analysis, or other documents that analyze, review or establish that the "breach in the performance of services results in losses that are greater than their wholesale costs."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it is duplicative of Interrogatory number 13. Joint Petitioners also object to this Interrogatory on the ground that that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. On the basis of these objections, Joint Petitioners will not provide responsive information.

16. Regarding your statements on Page 29 of the Testimony, please identify any cost study, analysis, or other documents that analyze, review or establish that "losses will ordinarily cost a carrier far more in terms of direct liabilities vis-a-vis those of their customers who are relying on properly-performed services under this Agreement, not to mention the broader economic losses to these carriers' customer relationships as a likely consequence of any such breach."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it is duplicative of Interrogatory number 14. Joint Petitioners also object to this Interrogatory on the ground that that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence. Based on these objections, the Joint Petitioners will not provide responsive information.

17. Please identify all end users or customers by name, working telephone number ("WTN") and date of loss that you lost as a result of any alleged breach of performance by BellSouth.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox Response:

See documents produced, if any, pursuant to Request for Production No. 13. NuVox reserves the right to amend or supplement this response should the circumstances warrant such action.

NewSouth Response:

See documents produced, if any, pursuant to Request for Production No. 13. NewSouth reserves the right to amend or supplement this response should the circumstances warrant such action.

KMC Response:

See documents produced, if any, pursuant to Request for Production No. 13. KMC reserves the right to amend or supplement this response should the circumstances warrant such action.

Xspedius Response:

See documents produced, if any, pursuant to Request for Production No. 13. Xspedius reserves the right to amend or supplement this response should the circumstances warrant such action.

18. Regarding Issue No. G-5, please identify all of your tariffs and/or end user contracts that do not contain any limitation of liability language.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, , or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners further object to this item on the ground that their tariffs are a matter of public record that are easily accessible by BellSouth. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox Response:

Please see documents produced pursuant to Document Request No. 14. NuVox reserves the right to amend or supplement this response should the circumstances warrant such action.

NewSouth Response:

After a diligent search of its records, NewSouth is unable to identify any documents in its possssion, custody, or control that are responsive to this Interrogatory. NewSouth reserves the right to amend or supplement this response should the circumstances warrant such action.

KMC Response:

KMC's search has not yet yielded responsive documents. KMC will continue its search and will produce expeditiously any documents that it finds.

Xspedius Response:

Xspedius' search has not yet yielded responsive documents. Xspedius will continue its search and will produce expeditiously any documents that it finds.

19. Please identify all limitation of liability language that exists in your tariffs and/or end user contracts.

OBJECTION: Joint Petitioners object to this Interrogatory on the grounds of relevance. In addition, Joint Petitioners object to this Interrogatory on the ground that of the undue burden that would result from Joint Petitioners having to identify all limitation of liability language in all of Joint Petitioners tariffs and/or end user contracts. Joint Petitioners note that their tariffs are matters of public record and are easily accessible by BellSouth. Joint Petitioners object to this Interrogatory on the grounds that it is vague, overly broad, and thus unduly burdensome. Joint Petitioners further object to the extent that it is duplicative. Subject to and without waiving these objections, Joint Petitioners state that they will produce documents, if any, responsive to the specific Requests herein to the extent required by applicable law.

NuVox Response:

After a diligent search of its records, NuVox is unable to identify any documents in its possession, custody or control that are responsive to this Interrogatory. NuVox reserves the right to amend or supplement this response should the circumstances warrant such action.

NewSouth Response:

See documents produced in response to Request for Production No. 16. NewSouth reserves the right to amend or supplement this response should the circumstances warrant such action.

KMC Response:

See documents produced in response to Request for Production No. 16. KMC reserves the right to amend or supplement this response should the circumstances warrant such action.

Xspedius Response:

Xspedius' search has not yet yielded responsive documents. Xspedius will continue its search and will produce expeditiously any documents that it finds.

20. Please identify all legal authority, with appropriate citation, that supports your statement on Page 31 of the Testimony that "a Party is precluded from recovering damages to the extent it has failed to act with due care and commercial reasonableness in mitigation of losses and otherwise in its performance under the Agreement."

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners also object that this item seeks discovery of information protected by the attorney-client privilege, attorney work product doctrine, or other applicable privilege. On the basis of these objections, Joint Petitioners will not provide responsive information.

21. Please identify all instances where you have asked a customer or end user rejected your request to agree to liability provisions that are similar to BellSouth's liability provisions, as stated on Page 32 of the Testimony.

OBJECTION: Joint Petitioners object to this Interrogatory on the grounds that it is unintelligible. Joint Petitioners are unable to discern what information BellSouth seeks.

22. As to your statements on Page 32 of the Testimony, please identify every instance where you have "conceded" limitation of liability language to "attract customers in markets dominated by incumbent providers," including the name of the customer, the WTN, and date of contract evidencing any concession.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory on the ground that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners further object to the item on the grounds that it mischaracterizes the initial testimony in this case, and as such does not warrant a response. On the basis of these objections, Joint Petitioners will not provide BellSouth with responsive information.

23. Please identify all facts, legal authority and/or documents that support your statement on Page 39 of the Testimony that "[a]s is more universally the case in virtually all other commercial-services contexts, the service provider, not the receiving party, bears the more extensive burden on indemnities given the relative disparity among the risk levels posed by the performance of each." In responding to this Interrogatory, please identify the specific "commercial-services" that you are referring to.

OBJECTION: Joint Petitioners object to this Interrogatory on the ground it seeks information that is protected under the attorney-client privilege, work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony to which this item refers expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

24. Please identify all indemnification language that exists in your tariffs and/or end user contracts.

OBJECTION: Joint Petitioners object to this Request on the ground that it is duplicative of previous items in this set of discovery. Joint Petitioners also object to this Request on the grounds that it is vague, overly broad, and thus too burdensome to respond. Joint Petitioners also object to the extent that this item seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners further object on the ground that all tariffs are publicly available and readily accessible by BellSouth. On the basis of these objections, Joint Petitioners will not provide responsive information.

25. Please identify, with appropriate legal citation, the "generally-accepted contract norms providing precisely to the contrary," that you are referring to on Page 40 of your Testimony.

OBJECTION: Joint Petitioners object to this Interrogatory on the ground it seeks information that is protected under the attorney-client privilege, work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony to which this item refers expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

26. Regarding Issue G-9, please identify all non Section 252 arbitration proceedings, by date and case-caption, initiated by you against BellSouth at a state public service commission to resolve a dispute between you and BellSouth.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners further object that the information sought in this item are matters of public record to which BellSouth has ready access, or such information is already in the possession of BellSouth. On the basis of these objections, Joint Petitioners will not provide responsive information.

27. Regarding your statement on Page 44 of the Testimony that "BellSouth often is able to force carriers into heavily discounted, non-litigated settlements," please provide the basis of the statement and identify all facts/and or documents that support the statement, including but not limited to the carriers at issue, the amount of discount, the litigation that was settled, and how you became aware of each settlement.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners also object given that BellSouth already possesses the information requested. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox Response:

NuVox has entered into non-litigated settlements with BellSouth regarding issues related to Section 251 of the 1996 Act. The terms of all settlements with BellSouth are confidential. All documents regarding such settlements are in the possession, custody or control of BellSouth. NuVox reserves the right to amend or supplement this response should the circumstances warrant such action.

NewSouth Response:

NewSouth has entered into non-litigated settlements with BellSouth regarding issues related to Section 251 of the 1996 Act. The terms of all settlements with BellSouth are confidential. All documents regarding such settlements are in the possession, custody or control of BellSouth. NewSouth reserves the right to amend or supplement this response should the circumstances warrant such action.

KMC Response:

KMC has entered into non-litigated settlements with BellSouth regarding issues related to Section 251 of the 1996 Act. The terms of all settlements with BellSouth are confidential. All documents regarding such settlements are in the possession, custody or control of BellSouth. KMC reserves the right to amend or supplement this response should the circumstances warrant such action.

Xspedius Response:

Xspedius has entered into non-litigated settlements with BellSouth regarding issues related to Section 251 of the 1996 Act. The terms of all settlements with BellSouth are confidential. All documents regarding such settlements are in the possession, custody or control of BellSouth. Xspedius reserves the right to amend or supplement this response should the circumstances warrant such action.

28. Regarding your statement on Page 47 of the Testimony that "Petitioners have been confronted with BellSouth-initiated litigation in which BellSouth seeks to upend this principle of Georgia law," please provide the basis of the statement and identify all facts/and or documents that support the statement, including but not limited to identifying the "BellSouth-initiated litigation" by case-caption you are referring to and the principle of Georgia law (by legal citation) you are referring to.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners further object to this Interrogatory to the extent that it seeks information that is public available and accessible by BellSouth. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox Response:

BellSouth has initiated litigation in Georgia against both NuVox and NewSouth, *see Enforcement of Interconnection Agreement between BellSouth telecommunications, Inc. and NuVox Communications, Inc.*, Docket No. 12778-U, Georgia Public Service Commission; *Enforcement of Interconnection Agreement between BellSouth Telecommunications, Inc. and NewSouth Communications Corp.*, Docket No. 18133-U, Georgia Public Service Commission. It is a fundamental tenet of Georgia law that "contracting parties are presumed to have incorporated the laws that existed when they entered into the contract, unless they explicitly excluded those obligations from the contract." NuVox Proceeding, *Recommended Order on Complaint* at 8 (Feb. 11, 2004); *see also* NuVox Proceeding, Staff Memorandum at 4 (April 23, 2004) ("Georgia law states that parties are presumed to enter into agreements with regard to existing law"). BellSouth nonetheless refuses to concede that this presumption results in the incorporation of FCC and Commission Orders into its Agreements with NuVox and NewSouth in the absence of express language creating exemptions therefrom. *See generally* BellSouth pleadings in Docket Nos. 12778-U and 18133-U, Georgia Public Service Commission. *See also*, BellSouth pleadings in *BellSouth Telecommunications, Inc. v. NewSouth Communications Corp.*, Docket No. P-772 Sub 7, North Carolina Utilities Commission; *BellSouth Telecommunications Inc. v. NewSouth Communications, Corp.*, Docket No. 2004-0063-C, Public Service Commission of South Carolina; *Complaint and Request for Summary Disposition BellSouth Telecommunications, Inc. against NewSouth*

***Communications Corp. To Enforce Contract Audit Provisions, Docket No: 040028-TP,
Florida Public Service Commission.***

NuVox further notes that the full text of the testimony referenced in this item states that "Because several of the Petitioners have been confronted with BellSouth-initiated litigation in which BellSouth seeks to upend this principle of Georgia law, all Petitioners believe it is important that the Agreement be explicit on this point." NuVox reserves the right to amend or supplement this response should the circumstances warrant such action.

NewSouth Response:

See NuVox Response.

KMC Response:

See NuVox Response.

Xspedius Response:

See NuVox Response.

29. Regarding your statement on Page 47 of the Testimony that "BellSouth's proposal attempts to turn universally accepted principles of contracting on their head," please provide the basis of the statement and identify all facts/and or documents that support the statement, including but not limited to an identification of the "principles of contracting" (by legal citation) you are referring to.

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it is vague, overly broad, and unduly burdensome. Joint Petitioners object to this Interrogatory on the ground it seeks information that is protected under the attorney-client privilege, work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. Based on these objections, the Joint Petitioners will not provide responsive information.

30. Regarding Issue G-13, please identify all instances by date, carrier, and interconnection agreement where BellSouth has included a rate in the rate sheet of an interconnection agreement that is not the rate approved by the Commission, as set forth on Page 48 of the Testimony.

OBJECTION: Joint Petitioners object to this Interrogatory on the grounds that it is vague, overly broad, and unduly burdensome. Joint Petitioners object to this Interrogatory on the grounds that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners further note that in this item BellSouth references testimony not found in the page number cited and, therefore, Joint Petitioners object to the extent that the item is confusing and imprecise. Finally, Joint Petitioners object on the ground that BellSouth mischaracterizes the initial testimony, such that no response is warranted. On the basis of these objections, Joint Petitioners will not provide responsive information.

31. Regarding your statement on Page 53 of the Testimony that "[n]early all of the CLPs involved in this arbitration have had one bad experience or another with BellSouth using one of its Guides as controlling authority for an issue between the Parties instead of the Agreement," please provide the basis of the statement and identify all facts/and or documents that support the statement, including but not limited to identifying each "bad experience," the CLP experiencing the "bad experience," the date of the "bad experience," and the reason for the "bad experience."

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox Response:

This statement, reflects Joint Petitioners' ongoing experience with BellSouth's Guides. BellSouth publishes Guides and revisions to Guides at its own discretion with considerable frequency. Accordingly, the relationship between NuVox and BellSouth is governed by a set of methods and procedures that seem always in flux. To exacerbate the uncertainty, BellSouth's NuVox Account Representatives change quite frequently, such that NuVox is unable to obtain an informed explanation from its Account Representatives as to why or how the Guide changed. The frequently implemented changes to the Guides creates a problem when BellSouth wishes that the Guides be incorporated by reference into interconnection agreements. With respect to those Guides incorporated into the Agreement and with respect to changes not covered by the enumerated exceptions agreed to by the parties (and the one proposed exception to be arbitrated by the Commission), BellSouth can thereby unilaterally modify the Agreement via a change to a Guide that has been incorporated by reference. Given the uncertainty that results when BellSouth is able to unilaterally modify the terms of the Agreement via an unexcepted change to an incorporated Guide, Joint Petitioners have sought to tightly define and confine BellSouth's ability to impose Guide changes upon them that could have a material impact on their operations, business results or the rights established under the Agreement. Each of the Joint Petitioners also have had the bad experience associated with an unwarranted attempt by BellSouth to impose upon them Guides which had not been incorporated into the Parties' prior interconnection agreements. Those disputes were resolved pursuant to various settlement agreements that are

confidential and in BellSouth's possession. In further response to this Interrogatory, NuVox identifies as documents those Guides and associated documents found at: <http://www.interconnection.bellsouth.com/guides/index>; and http://interconnection.bellsouth.com/notifications/carrier/carrier_lett_04.html. Given the ongoing nature of discovery, NuVox reserves the right to amend or supplement this response should the circumstances warrant such action.

NewSouth Response:

See NuVox Response. Given the ongoing nature of discovery, NewSouth reserves the right to amend or supplement this response should the circumstances warrant such action.

KMC Response:

See NuVox Response. Given the ongoing nature of discovery, KMC reserves the right to amend or supplement this response should the circumstances warrant such action.

Xspedius Response:

See NuVox Response. Given the ongoing nature of discovery, Xspedius reserves the right to amend or supplement this response should the circumstances warrant such action.

32. Please explain in detail your statement on Pages 55-56 of the Testimony that "[g]iven the proliferation of the Guide references, accepting BellSouth's language would severely undermine the integrity of the Agreement and, indeed, the entire Section 251/252 negotiation and arbitration process."

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox Response:

See NuVox Response to Interrogatory No. 31. Given the ongoing nature of discovery, NuVox reserves the right to amend or supplement this response should the circumstances warrant such action.

NewSouth Response:

See NuVox Response to Interrogatory No. 31. Given the ongoing nature of discovery, NewSouth reserves the right to amend or supplement this response should the circumstances warrant such action.

KMC Response:

See NuVox Response to Interrogatory No. 31. Given the ongoing nature of discovery, KMC reserves the right to amend or supplement this response should the circumstances warrant such action.

Xspedius Response:

See NuVox Response to Interrogatory No. 31. Given the ongoing nature of discovery, Xspedius reserves the right to amend or supplement this response should the circumstances warrant such action.

33. Regarding Issue G-16, please identify all instances where you have determined that BellSouth tariff changes are "inconsistent with the Agreement, or are unreasonable or discriminatory" as set forth on Page 56 of the Testimony, describing in detail the tariff change at issue, the date of the tariff change, and the reason why you believed that the tariff change was inconsistent, unreasonable, or discriminatory.

OBJECTION: Joint Petitioners object to this Interrogatory on the grounds that it is unintelligible. Joint Petitioners object to this Interrogatory on the grounds that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners also object this item seeks discovery of information protected by the attorney-client communication privilege, attorney work product doctrine, or other applicable privilege. The testimony quoted in this item expresses the opinion of policy witnesses. Joint Petitioners object on the ground that BellSouth mischaracterizes the initial testimony, such that no response is warranted. On the basis of these objections, Joint Petitioners will not provide responsive information.

34. Please identify the paragraphs of the Triennial Review Order ("TRO") that support the following statements on Page 60 of your testimony wherein you state: "It is my understanding that the FCC concluded, in the TRO, that carriers may convert from UNEs and UNE Combinations to wholesale services and vice versa. It is also my understanding that the FCC concluded such conversions should be seamless and not affect any end-user customer's service."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground it seeks information that is protected under the attorney-client privilege, work product doctrine, or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

35. Please provide the basis of and identify all facts and/or documents that support your statement on Page 62 of the Testimony that "converting a UNE or Combination (or part thereof) to Other Services or tariffed BellSouth access services should not require substantial development and related costs."

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox, NewSouth, KMC and Xspedius Response:

Converting a UNE or Combination to another type of service is likely to involve no more than a simple records change. It does not require the physical removal or installation of facilities. Moreover, the Parties have agreed to use a spreadsheet to facilitate such changes. Since the Parties have used spreadsheets in the past, it is unlikely that BellSouth incurred substantial development and related costs with respect to the spreadsheets it proposes to use for these conversions. Joint Petitioners reserve the right to amend or supplement this response should the circumstances warrant such action.

36. Please provide the basis of and identify all facts and/or documents that support your statement on Page 67 of the Testimony that retermination of circuits is "likely to be nothing more than a cross-connect."

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox, NewSouth, KMC and Xspedius Response:

Joint Petitioners responds to this item on the basis that the testimony quoted in this item regards Issue 2-5(C), and discusses the rate that should apply to converting a service arrangement from a UNE or Combination to another type of service. When such conversions are required, in the vast majority of cases they are likely to be performed electronically via a simple records change. If, however, any physical rearrangement of facilities is necessary, that rearrangement is not in most circumstances likely, in the opinion of Joint Petitioners, to require any more work than would be necessary to install a cross-connect. Joint Petitioners reserve the right to amend or supplement this response should the circumstances warrant such action.

37. Please provide the basis of and identify all facts and/or documents that support your statement on Page 67 of the Testimony that "[t]he CLPs are not disconnecting a service but rather are rearranging a service that cannot be maintained as currently offered under the Agreement."

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox, NewSouth, KMC and Xspedius Response:

Joint Petitioners respond to this item on the basis that the testimony quoted in this item regards Issue 2-5(C), and discusses the rate that should apply to converting a service arrangement from a UNE or Combination to another type of service. When such conversions are required, in the vast majority of cases they are likely to be performed electronically via a simple records change. If, however, any physical rearrangement of facilities is necessary, that rearrangement is not likely, in the opinion of Joint Petitioners, to entail the disconnection of service to a customer as if the customer had cancelled entirely. Joint Petitioners reserve the right to amend or supplement this response should the circumstances warrant such action.

38. Please identify the "FCC rules" you are referring to in the following statements on Page 69 of the Testimony:

- a. "The FCC's rules require that costs associated with Routine Network Modifications can and should be recovered by BellSouth as part of the expense associated with network investments, and therefore should already have been factored into BellSouth's TELRIC costs."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground it seeks information that is protected under the attorney-client privilege, work product doctrine, or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

- b. "Indeed, the FCC's rules are very clear that there may not be any double recovery by BellSouth of Routine Network Modification costs by virtue of BellSouth recovering both the cost of the UNE and a new charge for Routine Network Modifications that already have been factored into the UNE rate."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground it seeks information that is protected under the attorney-client privilege, work product doctrine, or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

- c. "The FCC's rules are also very clear that the onus is on BellSouth affirmatively to demonstrate that a requested modification was not contemplated by BellSouth as a 'Routine Network Modification', and that the costs associated with the requested modification were not factored into BellSouth's TELRIC cost studies in any way whatsoever."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground it seeks information that is protected under the attorney-client privilege, work product doctrine, or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

- 39 Please identify the FCC rules that you allege on Page 72 of the Testimony "do not allow BellSouth to impose commingling restrictions on stand-alone loops and EELs."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground it seeks information that is protected under the attorney-client communication privilege, work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

- 40 Please identify all legal authority that supports your statement on Page 72 of the Testimony that the "FCC has defined 'commingling' as the connecting, attaching, or otherwise linking of a LINE, or a LINE combination, to one or more facilities or services that a requesting carrier has obtained at wholesale from an incumbent LEC pursuant to any method other than unbundling under Section 251(c)(3) of the Act, or the combining of a UNE or UNE combination with one or more such wholesale services."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground it seeks information that is protected under the attorney-client communication privilege, work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

41. Please identify all legal authority that supports your statement on Page 72-73 of the Testimony that the "FCC has also concluded that Section 271 places requirements on BellSouth to provide network elements, services, and other offerings, and those obligations operate completely separate and apart from Section 251."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground it seeks information that is protected under the attorney-client communication privilege, work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

42. Please identify all legal authority that supports your statement on Page 73 of the Testimony that "[t]herefore, the FCC's rules unmistakably require BellSouth to allow Petitioners to commingle a UNE or a UNE combination with any facilities or services that they may obtain at wholesale from BellSouth, pursuant to Section 271."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground it seeks information that is protected under the attorney-client communication privilege, work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

43. Please identify the paragraphs of the TRO that support your statement on Page 74 of the Testimony that "[i]t is my understanding that the FCC held, in the TRO, that the definition of local loop includes multiplexing equipment."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the attorney-client communication privilege, work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

44. Please provide the basis of and identify all facts and/or documents that support your statement on Page 76 of the Testimony that "[a] minimum billing period of 30 days, 2 months, etc. . . would carry with it exclusive use right thereby inhibiting a customer's ability to switch carriers as he or she wishes."

NuVox, NewSouth, KMC and Xspedius Response:

Joint Petitioners note that Issue 2-10 has been resolved.

45. Regarding Issue 2-12 and your testimony on Page 77, please identify the paragraphs of the TRO that you are referring to when you state "[s]uch a provision would be inconsistent with the FCC's Triennial TRO."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the attorney-client privilege, work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

46. Please identify the "issues" and the "reconsideration petition" by date and docket you are referring to on Page 78 of the Testimony, wherein you state: "BellSouth's proposed language is clearly over-expansive and proposes to pre-decide issues currently before the FCC in at least one reconsideration petition."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it is vague, overly broad, and unduly burdensome. Joint Petitioners further to this item to the extent that the information requested is not discoverable under the Rules of Civil Procedure. Joint Petitioners also object on the ground that all petitioners for reconsideration are publicly accessible on the FCC's website. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox, NewSouth, KMC and Xspedius Response:

The statement referenced within this Interrogatory expresses the opinion of policy witnesses that the definition of a loop is in part subject to reconsideration at the FCC at this time. For example, BellSouth has filed a petition for reconsideration of several portions of the TRO related to broadband facilities, Fiber-to-the-Home Loops, Fiber-to-the-Premises Loops, and dark fiber loops. In addition, the Cellular Telecommunications & Internet Association has filed a petition for reconsideration regarding the ability of CMRS carriers to obtain network elements. All petitions for reconsideration are publicly accessible on the FCC's website. Given the ongoing nature of discovery, Joint Petitioners reserve the right to amend or supplement this response should the circumstances warrant such action.

47. Please identify the specific rights to loop access and any legal support for these rights that you are referring to on Pages 78-79 of the Testimony, wherein you state: "Petitioners' proposed language in Section 2.1.1.2 merely seeks to retain whatever rights CLPs presently enjoy with respect to loop access

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the attorney-client communication privilege, work product doctrine or other applicable privilege. Joint Petitioners further to the extent that this Interrogatory seeks information that is not relevant or reasonably calculated to lead to the discovery of admissible evidence, or is beyond that scope of what is discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

48. Please identify all legal support for your statement that CLPs have the right to "obtain a portion of loop bandwidth so that voice-grade services may be provided by one carrier and other services, such as xDSL-based transport services may be provided by another," as set forth on Page 79 of the Testimony.

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the attorney-client privilege, work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

49. Please identify all legal support for your statement that "loop unbundling is a separate checklist item under Section 271, and thus this Commission retains the authority to set rules and policy for its provisioning," as set forth on Page 80 of the Testimony.

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the attorney-client privilege, work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

50. Please identify all legal support for your statements that "FCC orders are presumed to become law, and affect substantive rights, on their effective dates. That legal truism does not have to be expressly stated in every FCC rule," as set forth on Page 82 of the Testimony.

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the attorney-client privilege, work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

51. Please identify all legal authority, with appropriate citations, that supports your statement that "all facilities and work involved in provisioning, maintaining and repairing UNEs, including loops, must be priced at TELRIC compliant rates," as set forth on Page 83 of the Testimony.

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the attorney-client privilege, work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

52. Please provide the basis of and identify all facts and/or documents that support your statement on Page 85 of the Testimony that "dispatch charges significantly undercut Petitioners' ability to compete effectively."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the attorney-client privilege, work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

53. Please identify all customers or end users by name, WTN, and date of loss that you were unable to obtain or lost or were unable to acquire because of dispatch charges.

OBJECTION: Joint Petitioners object to this Interrogatory on the grounds that it is unintelligible. Joint Petitioners object to this Interrogatory on the grounds that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners further object to this Interrogatory on the ground that it mischaracterizes their initial testimony, such that no response is warranted. On the basis of these objections, Joint Petitioners will not provide responsive information.

54. Please identify all dispatch charges that you charge your end users or customers.

OBJECTION: Joint Petitioners object to this Request on the grounds that it is vague, overly broad, and unduly burdensome. Joint Petitioners also object to the extent that this item seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. The amounts that Joint Petitioners charge their customers is not the subject of any issue in this arbitration. On the basis of these objections, Joint Petitioners will not provide responsive information.

55. Please identify when you are planning to deploy or use "Etherloop" or "G.HDSL Long" technologies, as described on Page 92 of the Testimony.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners object on the ground that BellSouth mischaracterizes the initial testimony, such that no response is warranted. Furthermore, Joint Petitioners object because the information sought is confidential, proprietary information. On the basis of these objections, Joint Petitioners will not provide responsive information.

56. Please identify all legal authority, with appropriate citations, that supports your statement on Pages 93 of the Testimony that "Federal law provides, without limitation, that CLPs may request this type of Line Conditioning, insofar as they pay for the work required based on TERLIC-compliant [sic] rates."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the attorney-client privilege, work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

57. Please identify all legal authority, with appropriate citations, that supports your statement on Page 98 of the Testimony that "the manner in which UNE loops are provisioned, and whether they are usable for CLP service, is squarely within the parameters of Section 251."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

58. Please identify all legal authority, with appropriate citations, that supports your statement on Page 98 of the Testimony that "loop unbundling is a separate checklist item under Section 271, and thus this Commission retains the authority to set rules and policy for its provisioning."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

59. Please identify all legal authority, with appropriate citations, that supports your statement on Pages 99-100 of the Testimony that "the FCC has already found, on a nationwide basis, that CLPs should not be made to build new NIDs."

NuVox, NewSouth, KMC and Xspedius Response:

Joint Petitioners note that Issue 2-22 has been resolved.

60. Regarding Issue 2-23(D), please identify any and all of the steps, measures, protections, procedures or other processes that you would use to access an "available pair."

NuVox, NewSouth, KMC and Xspedius Response:

Joint Petitioners note that Issue 2-23(D) has been resolved.

61. Regarding Issue 2-24, please identify all instances by date, time, location and WTN, where you have determined that testing of the loop at a place other than the distribution frame and at the end user's premises was required to "detect and pinpoint a problem," as set forth on Page 106 of the Testimony.

NuVox, NewSouth, KMC and Xspedius Response:

Joint Petitioners note that Issue 2-24 has been resolved.

62. Please identify all legal authority, with appropriate citations, that supports your statement on Page 106 of the Testimony that federal law "imposes no limitation on a CLP's right to test loops - both lit and dark fiber loops - at any technical feasible point."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

63. Please identify all legal authority, with appropriate citations, that supports your statements on Page 107 of the Testimony that "Petitioners will be paying BellSouth for these loops, and should be permitted to do whatever testing is necessary to ensure that they work."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. On the basis of these objections, Joint Petitioners will not provide responsive information.

64. Please identify all legal authority, with appropriate citations, that supports your statements on Page 108 of the Testimony that "[t]he law does not require an LOA from a third party carriers [sic]."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

65. Regarding Issue 2-28(A) please describe in detail your understanding of "DSL transport" or "DSL service" as used on Page 111 of the Testimony.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox, NewSouth, KMC and Xspedius Response:

DSL transport and DSL service is the provision of connectivity capable of transmitting data, voice, and other content in digitized form at speeds of 124 Kbps or higher using digital subscriber line technology. DSL transport service entails the provision of DSL transport, as well as the provision of Internet access service, e-mail service, and other features. Joint Petitioners reserve the right to amend or supplement this response should the circumstances warrant such action.

66. Please identify all legal authority, with appropriate citations, that supports your statement on Page 117 of the Testimony that "[t]he FCC has concluded that such pre-audits constitute an unjust, unreasonable and discriminatory term and condition for obtaining access to UNE combinations and are prohibited."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

67. Please provide the basis of and identify all facts and/or documents that support your statement on Page 118 of the Testimony that "BellSouth's conversions of special access to EELs have resulted in damages of approximately \$1 6 million "

NuVox, NewSouth, KMC and Xspedius Response:

Joint Petitioners note that Issue 2-31 has been resolved.

68. Please describe in detail how you calculated the \$1.6 million in damages described on Page 118 of the Testimony.

NuVox, NewSouth, KMC and Xspedius Response:

Joint Petitioners note that Issue 2-31 has been resolved.

69. Please identify all FCC or state commission rules or orders that support your position that BellSouth should only be able to perform an EELs audit for cause as set forth on Page 121 of the Testimony.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. On the basis of these objections, Joint Petitioners will not provide responsive information.

70. Please identify all telecommunications interconnection agreements that have identical or similar language for EELs audits that you are proposing in this proceeding.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required by the Rules of Civil Procedure. Joint Petitioners further object to this request on the ground that interconnection agreements are matters of public record and are easily accessible by BellSouth. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox Response:

This question is unreasonably vague as to the specific language for which the item seeks exemplar interconnection agreements. If by this question BellSouth refers to Joint Petitioners' proposal for the frequency, procedures, and costs of EEL audits, NuVox states that its Interconnection Agreement with BellSouth is governed by applicable law, including orders issued by the FCC. Such Interconnection Agreements would therefore contain the same or similar terms as what Joint Petitioners have proposed, as Joint Petitioners' proposed language reflects, or is some instances mirrors, FCC orders relevant to EEL audits.

NewSouth Response:

See NuVox Response.

KMC Response:

See NuVox Response.

Xspedius Response:

See NuVox Response.

71. Please provide a detailed explanation of what you mean by the "concept of materiality," as set forth on Page 124 of the Testimony, providing in detail, examples of when noncompliance would and would not be material.

NuVox, NewSouth, KMC and Xspedius Response:

Joint Petitioners note that Issue 2-33(C) has been resolved.

72. Please identify all interconnection agreements that include the "concept of materiality" for EELs audits.

NuVox, NewSouth, KMC and Xspedius Response:

Joint Petitioners note that Issue 2-33(C) has been resolved.

73. Please identify every instance of "controversy" regarding EELs audits by date, carrier, how each controversy was resolved that support your Testimony on Page 125, wherein you state: "Given the history of controversy that has surrounded BellSouth's EEL audits, the Petitioners understandably have genuine concerns about the legitimacy of BellSouth's EEL audits."

OBJECTION: Joint Petitioners object to this Interrogatory on the grounds that it is vague and unduly burdensome. Joint Petitioners further object given that BellSouth was a party to all EEL audits and related proceedings and, thus, has equal or better access to the requested information. Accordingly, Joint Petitioners will not provide BellSouth with responsive information.

74. Please identify all legal authority, with appropriate citations, that supports your statement on Page 128 of the Testimony that "FCC's rules require that BellSouth provide nondiscriminatory access to the dark fiber transport UNE at any technically feasible point, including access for purposes of conducting splicing and testing activities."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the attorney-client privilege, work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this items represents the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

75. Please identify all legal authority, with appropriate citations, that supports your statement on Page 131 of the Testimony that BellSouth has a "CNAM unbundling obligation."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

76. Identify all instances where you lost an end user and that end user returned to BellSouth or where you were unable to acquire an end user because "caller ID does not appear," as set forth on Page 131 of the Testimony. In responding to this request, please identify the customer name, date, and WTN for each end user.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory on the ground that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners further object to the item on the grounds that it mischaracterizes the initial testimony in this case, and as such does not warrant a response. On the basis of these objections, Joint Petitioners will not provide BellSouth with responsive information.

77. Identify all instances when BellSouth mischarged you "for a Local Channel when an infra-office cabling scheme is used to connect [your] point-of-presence to the BellSouth switch," as set forth on Page 135 of the Testimony.

NuVox, NewSouth, KMC and Xspedius Response:

Joint Petitioners note that Issue 3-1 has been resolved.

78. Please identify any and all outages that you consider to be a "global outage" for purposes of this agreement.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox Response:

See documents produced in response to Request for Production No. 39. NuVox reserves the right to amend or supplement this response should the circumstances warrant such action.

NewSouth Response:

See documents produced in response to Request for Production No. 39. NewSouth reserves the right to amend or supplement this response should the circumstances warrant such action.

KMC Response:

KMC's search has not yet yielded responsive documents. KMC will continue its search and will produce expeditiously any documents that it finds

Xspedius Response:

Xspedius' search has not yet yielded responsive documents. Xspedius will continue its search and will produce expeditiously any documents that it finds

79. Please identify all instances in which BellSouth provided a root cause analysis to you.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners further object on the ground that all responsive information is in BellSouth's possession. On the basis of these objections, Joint Petitioners will not provide responsive information.

80. Please identify every instance and all documents that support your Testimony on Page 140 that you have experienced a global outage involving an entire trunk group. In responding to this request, please identify each outage by date, WTNs affected, location of outage, the trunk groups affected, how long the outage existed, the reason for the outage, and whether BellSouth provided a root cause analysis for the outage.

OBJECTION: Joint Petitioners object to this Interrogatory on the grounds that it is unintelligible. Joint Petitioners object to this Interrogatory on the grounds that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox Response:

See documents produced in response to Request for Production No. 39.
NuVox reserves the right to amend or supplement this response should the circumstances warrant such action.

NewSouth Response:

See documents produced in response to Request for Production No. 39.
NewSouth reserves the right to amend or supplement this response should the circumstances warrant such action.

KMC Response:

See documents produced in response to Request for Production No. 39.
KMC reserves the right to amend or supplement this response should the circumstances warrant such action.

Xspedius Response:

Xspedius' search has not yet yielded responsive documents. Xspedius will continue its search and will produce expeditiously any documents that it finds.

81. Please identify all instances and any documents that relate, address, apply or refer to the use of a root cause analysis to respond to customer inquiries regarding service outages or otherwise.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox Response:

See documents produced in response to Request for Production No. 39.
NuVox reserves the right to amend or supplement this response should the circumstances warrant such action.

NewSouth Response:

See documents produced in response to Request for Production No. 39.
NewSouth reserves the right to amend or supplement this response should the circumstances warrant such action.

KMC Response:

See documents produced in response to Request for Production No. 39.
KMC reserves the right to amend or supplement this response should the circumstances warrant such action.

Xspedius Response:

Xspedius' search has not yet yielded responsive documents. Xspedius will continue its search and will produce expeditiously any documents that it finds

82. Please identify all documents that relate, address, apply, or refer to any policies you have regarding advising customers as to service problems, "the steps taken to repair and avoid their recurrence in the future," as set forth on Page 141 of the Testimony.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox Response:

After a diligent search, NuVox cannot identify any documents presently in its possession, custody, or control that relate, address, apply, or refer to any such policies. Given the ongoing nature of the discovery process, NuVox reserves the right to amend or supplement this response should the circumstances warrant such action.

NewSouth Response:

After a diligent search, NewSouth cannot identify any documents presently in its possession, custody, or control that relate, address, apply, or refer to any such policies. Given the ongoing nature of the discovery process, NewSouth reserves the right to amend or supplement this response should the circumstances warrant such action.

KMC Response:

KMC's search has not yet yielded responsive documents. KMC will continue its search and will produce expeditiously any documents that it finds.

Xspedius Response:

Xspedius' search has not yet yielded responsive documents. Xspedius will continue its search and will produce expeditiously any documents that it finds.

83. Regarding Issue 3-3, please identify all documents, including but not limited to contracts, tariffs, policies statements, and training manuals, that address, relate, pertain, or refer to the backbilling of customers.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox Response:

After a diligent search, NuVox cannot identify any such documents presently in its possession, custody or control. Given the ongoing nature of the discovery process, NuVox reserves the right to amend or supplement this response should the circumstances warrant such action.

NewSouth Response:

After a diligent search, NewSouth cannot identify any documents presently in its possession, custody, or control that relate, address, apply, or refer to any such policies. Given the ongoing nature of the discovery process, NewSouth reserves the right to amend or supplement this response should the circumstances warrant such action.

KMC Response:

KMC's search has not yet yielded responsive documents. KMC will continue its search and will produce expeditiously any documents that it finds.

Xspedius Response:

KMC's search has not yet yielded responsive documents. KMC will continue its search and will produce expeditiously any documents that it finds.

84. Please identify all instances where you were unable to bill a customer or end user after 90 days. In responding to this request, please identify each instance by date, customer name, WTNs, and amount of charges that you were unable to bill.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory on the ground that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners further object to the item on the grounds that it mischaracterizes the initial testimony in this case, and as such does not warrant a response. On the basis of these objections, Joint Petitioners will not provide BellSouth with responsive information.

85. Please provide the basis of and identify all facts and/or documents that support your statement on Page 145 of the Testimony that "there is a potential that BellSouth will pay third parties without carefully scrutinizing their bills and the legal bases therefore, and expect reimbursement from CLPs, for unjust termination charges."

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox Response:

The statement referenced within this Interrogatory expresses the opinion of policy witnesses that there is a "potential" that BellSouth will pay third parties and expect reimbursement from CLPs without BellSouth carefully scrutinizing the third party bills to see whether the third party charges are proper. That NuVox sees a "potential" is a belief held by Nuvox and, thus, encompasses the basis underlying the referenced statement. NuVox already provided sufficient facts to support this statement within the written testimony, and NuVox is unaware of and thus unable to readily identify any documents in its possession, custody, or control which are responsive to this request. Given the ongoing nature of the discovery process, NuVox reserves the right to amend or supplement this response should the circumstances warrant such action.

NewSouth Response:

See NuVox Response.

KMC Response:

See NuVox Response.

Xspedius Response:

See NuVox Response.

86. Please identify all instances where BellSouth paid third parties without carefully scrutinizing its bills and then attempted to charge CLPs for these "unjustified termination charges," as set forth on Page 145 of the Testimony. In responding to this request, please identify each instance by date, third party, WTNs, CLP that was asked to pay the "unjust termination charges," the amount of said charges, and whether the CLP disputed these charges.

OBJECTION: Joint Petitioners object to this Interrogatory on the grounds that this item is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners also object to this Interrogatory on the ground that it mischaracterizes the relevant testimony such that no response is required. Based on these objections, the Joint Petitioners will not provide responsive information.

87. Please identify all instances where BellSouth paid "third parties even when it has no contractual or other legal obligation to do so," as set forth on Page 145 of the Testimony.

OBJECTION: Joint Petitioners object to this Interrogatory on the grounds that this item is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory on the ground that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners also object to this Interrogatory on the ground that it mischaracterizes the relevant testimony such that no response is required. Based on these objections, the Joint Petitioners will not provide responsive information.

88. Please provide the basis of and identify all facts and/or documents that support your statement on Page 147 of the Testimony that "[b]ecause factors reporting involves temporal measurements, it is more than likely that replacement factors created by BellSouth will not lend themselves to an apples-to-apples comparison."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it is vague, overly broad, and unduly burdensome. Joint Petitioners also object to this Interrogatory on the ground that it seeks information that is protected under the attorney-client privilege, work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. Based on these objections, the Joint Petitioners will not provide responsive information.

89. Please provide the basis of and identify all facts and/or documents that support your statement on Page 148 of the Testimony that "BellSouth has developed the TIC predominantly to exploit its monopoly legacy and overwhelming market power."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

90. Please identify all legal authority, with appropriate citations, that supports your statement on Page 150 of the Testimony that "[t]ransiting is an interconnection issue firmly ensconced in Section 251 of the Act."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

91. Please identify all legal authority, with appropriate citations, that supports your statement on Page 157 of the Testimony that "[t]he FCC has held that obligations imposed by Section 251(c)(2) and 251(c)(3) include `modifications to incumbent LECs facilities to the extent necessary to accommodate interconnection or access to network elements.'"

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony quoted in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

92. Please state whether you have installed the "appropriate hardware" in your switches to allow for OCn interconnection, as alleged on Page 158 of the Testimony.

NuVox, NewSouth, KMC and Xspedius Response:

Joint Petitioners note that Issue 3-10 has been resolved.

93. Please identify all legal authority, with appropriate citations, that supports your statement on Page 163 of the Testimony that "[t]o the extent the Parties are carrying non-transit and non-interLATA Switched Access Traffic, the parties should proportionally split the recurring charges for trunks and associated facilities."

NuVox, NewSouth, KMC and Xspedius Response:

Joint Petitioners note that Issue 3-13 has been resolved.

94. Please identify what percentage of your traffic consists of "non-transit and non-interLATA Switched Access Traffic."

NuVox, NewSouth, KMC and Xspedius Response:

Joint Petitioners note that Issue 3-13 has been resolved.

95. Regarding your Testimony on Page 166, please identify all instances where, after collocating in a BellSouth premise, you have been unable to "gain access to loops, transport, multiplexers, switch ports, optical terminations and the like" by date, central office, and specific equipment you were unable to access.

OBJECTION: Joint Petitioners object to this Request on the grounds that it is vague, overly broad, and thus unduly burdensome. Joint Petitioners also object to the extent that this item seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners also object to this Request on the ground that it mischaracterizes the relevant testimony such that no response is warranted. On the basis of these objections, Joint Petitioners will not provide responsive information.

96. Please identify all legal authority, with appropriate citations, that support your statement on Page 191 of the Testimony that BellSouth is required by federal law to provide subscribers payment history in a CSR.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox, NewSouth, KMC and Xspedius Response:

Erratum was filed which objected to this Interrogatory and, on the basis of the objections, Joint Peitioners will not provide responsive information.

97. Regarding your testimony on Page 192 of the Testimony that certain Commissions have "already determined" that BellSouth must include subscriber payment history in a CSR, please identify the Commissions you are referring to, the docket in which a Commission made such a finding, and the date of any such finding.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox, NewSouth, KMC and Xspedius Response:

See Testimony of Kathy K. Blake, page 97, stating that BellSouth "acknowledges that the Alabama Commission ruled in its February 6, 1997 Order in Docket No. 25703 (BellSouth/AT&T Arbitration) that BellSouth must provide access to credit history information." Joint Petitioners also note that BellSouth has advised them that Florida has ruled the same way.

98. Regarding Issue 6-2, for the last 12 months, please provide, on a monthly basis, the number of CSRs you provided to BellSouth and the number of business days that elapsed on average between the date of receipt of a request for a CSR and the date you provided the CSR to BellSouth.

OBJECTION: Joint Petitioners object to this Request on the grounds that it is vague, overly broad, and unduly burdensome. Joint Petitioners also object to the extent that this item seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. The interval in which BellSouth has processed CSR requests has no relevance to the matter being arbitrated in Issue 6-2. On the basis of these objections, Joint Petitioners will not provide responsive information.

99. Regarding Issue 6-4, please identify all products and/or services that you have actually ordered or wish to order from BellSouth that you contend cannot be ordered electronically.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners further object on the ground that this question mischaracterizes the written testimony such that no response is required. On the basis of these objections, Joint Petitioners will not provide responsive information.

100. For each such product or service identified in Interrogatory No. 99, please provide on a monthly basis the number of Local Service Requests ("LSRs") that you submitted to BellSouth for each product and/or service for the last 12 months.

OBJECTION: Joint Petitioners object to this Request on the grounds that it is vague, overly broad, and thus unduly burdensome. Joint Petitioners also object to the extent that this item seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners also object on the ground that this item is unintelligible, as it requests LSRs "identified in Interrogatory No. 99," an item which does not seek identification of LSRs. Joint Petitioners further object given that all information regarding CLP requests for LSRs is resident at BellSouth. On the basis of these objections, Joint Petitioners will not provide responsive information.

101. Please provide the basis of and identify all facts and/or documents that support your statement on Page 201 of the Testimony that "NewSouth's experience has been that a significant amount (we currently estimate 25%) of NewSouth's facility orders have to be submitted manually because of address validation errors" and that "NewSouth has found BellSouth to be delinquent in updated address records."

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox Response:

The testimony referenced within this Interrogatory is solely that of NewSouth. As is evident within the written testimony, NuVox did not sponsor the noted testimony and, therefore, NuVox will provide no response to this Interrogatory.

NewSouth Response:

See documents produced in response to Request for Production No. 54. NewSouth reserves the right to amend or supplement this response should the circumstances warrant such action.

KMC Response:

The testimony referenced within this Interrogatory is solely that of NewSouth. As is evident within the written testimony, KMC did not sponsor the noted testimony and, therefore, KMC will provide no response to this Interrogatory.

Xspedius Response:

The testimony referenced within this Interrogatory is solely that of NewSouth. As is evident within the written testimony, Xspedius did not sponsor the noted testimony and, therefore, Xspedius will provide no response to this Interrogatory.

102. Please identify all legal authority, with appropriate citations, that support your position on Page 202 of the Testimony that Service Date Advancements should be charged at TELRIC pricing standard.

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony referenced in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

103. Regarding Issue 6-6, for the last 12 months, please provide, on a monthly basis, the number of FOCs you provided to BellSouth and the number of business days that elapsed on average between the date of receipt of a request for a FOC and the date you provided the FOC to BellSouth.

OBJECTION: Joint Petitioners object to this Request on the grounds that it is vague, overly broad, and thus unduly burdensome. Joint Petitioners also object to the extent that this item seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. The interval in which BellSouth has provided FOCs to Joint Petitioners bears no relevance to the matter being arbitrated in Issue 6-6. Joint Petitioners further object on the ground that all responsive information is in BellSouth's possession. On the basis of these objections, Joint Petitioners will not provide responsive information.

104. Regarding Issue 6-7, for the last 12 months, please provide, on a monthly basis, the number of Reject Responses you provided to BellSouth and the number of business days that elapsed on average between the date of a request for a Reject Response and the date you provided the Reject Response to BellSouth.

OBJECTION: Joint Petitioners object to this Request on the ground that it is unintelligible, as Issue 6-7 does not regard the interval in which any party provides a CSR. Joint Petitioners also object to this Request on the grounds that it is vague, overly broad, and unduly burdensome. Joint Petitioners further object to the extent that this item is additive, duplicative, and thus intended to harass or vex. Joint Petitioners also object to the extent that this item seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. The interval in which BellSouth has provided order-related to Joint Petitioners bears no relevance to the matter being arbitrated in Issue 6-7. Joint Petitioners further object on the ground that all responsive information is in BellSouth's possession. On the basis of these objections, Joint Petitioners will not provide responsive information.

105. Please identify all legal authority, with appropriate citations, that supports your position on Pages 208-209 of the Testimony that BellSouth is obligated under federal law to provide performance and maintenance history for circuits.

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony referenced in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

106. Regarding your statements on Pages 211-212 of your Testimony, please identify (1) all efforts you have undertaken to develop your own OSS systems, (2) the expected completion of your own OSS systems; and (3) all components of your own OSS that remain to be completed.

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory on the ground that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Petitioners' OSS development and present status are not relevant to the issue discussed at the referenced pages of testimony. Based on these objections, the Joint Petitioners will not provide responsive information.

107. Please identify all documents that relate, address, apply, or refer the development of your own OSS

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory on the ground that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Petitioners' OSS development and present status are not relevant to the issue discussed at the referenced pages of testimony. Based on these objections, the Joint Petitioners will not provide responsive information.

108. Please identify all legal authority, with appropriate citations, that support your statements on Page 212 of the Testimony that "BellSouth is required by law to port a customer once the customer requests to be switched to another local service provider, regardless of any arrangement or agreement (or lack thereof) between a Petitioner and BellSouth Long Distance or another third party carrier."

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony referenced in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

109. Please identify all end users you lost or were unable to acquire, by name, WTN, and date of loss, as a result of a requirement that the porting of the end user or customer to the CLP is contingent on either the CLP having an operating, billing and/or collection arrangement with any third party carrier, including BellSouth Long Distance or the customer or End User changing its PIC.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners further object on the ground that this question mischaracterizes the written testimony such that no response is required. On the basis of these objections, Joint Petitioners will not provide responsive information.

110. Please identify all long distance carriers that you do not have an operating, billing, and/or collection arrangement with.

OBJECTION: Joint Petitioners object to this Interrogatory on the grounds that it is unintelligible. Joint Petitioners object to this Interrogatory on the grounds that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. The identity of carriers with whom Joint Petitioners have no billing, collection or similar agreement is irrelevant to the practice at issue in Issue 6-10. Based on these objections, the Joint Petitioners will not provide responsive information.

111. Please provide the basis of and identify all facts and/or documents that support your statement on Page 216 of the Testimony that "mass migrations at most amount to bulk porting situations. . . ."

OBJECTION: Joint Petitioners object to this Request on the grounds that it is vague, overly broad, and unduly burdensome. Joint Petitioners also object to the extent that this item seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, all non-privileged documents, if any, responsive to this request and in the possession of the Joint Petitioners will be produced in accord with the discovery guidelines mandated by this proceeding.

NuVox, NewSouth, KMC and Xspedius Response:

The statement referenced within this Interrogatory expresses the opinion of policy witnesses that switching several customers of one CLP to another involves largely the same operations as the switching of one CLP customer to another CLP, done in bulk. Given the ongoing nature of the discovery process, Joint Petitioners reserve the right to amend or supplement this response should the circumstances warrant such action.

112. Regarding your statement on Page 217 of the Testimony that "[t]oo many carriers already have faced too many obstacles to getting mass migrations accomplished by BellSouth in a reasonable manner," please identify (1) the specific obstacles you are referring to; (2) the carriers attempting to perform the mass migration; and (3) the location of the customer base that was migrated or was attempted to be migrated.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox Response:

See Xspedius Response. Given the ongoing nature of discovery, NuVox reserves the right to amend or supplement this response should circumstances warrant such action.

NewSouth Response:

See Xspedius Response. Given the ongoing nature of discovery, NewSouth reserves the right to amend or supplement this response should circumstances warrant such action.

KMC Response:

See Xspedius Response. Given the ongoing nature of discovery, KMC reserves the right to amend or supplement this response should circumstances warrant such action.

Xspedius Response:

Xspedius is an acquisitive company. It began by purchasing out of bankruptcy the assets of e.spire Communications, Inc. and last year purchased the Texas assets of Mpower Communications, Inc. In connection with the Mpower asset purchase, Xspedius faced unilateral pricing from another RBOC in connection with the purchase and migration of assets. In going through this process, Xspedius realized that it needed to ensure that future interconnection agreements placed limits on the charges that could be assessed under these circumstances. The acquiring company usually needs to move quickly to bring the assets of the two companies together. Accordingly, the incumbent is, to a large extent, in a position to dictate the process and the pricing associated with that process. BellSouth has proposed a new process for these circumstances, but the pricing is still set unilaterally by BellSouth. It is critical that there be TELRIC limits on the pricing imposed by BellSouth under these circumstances. Given the ongoing nature of discovery, Xspedius reserves the right to amend or supplement this response should circumstances warrant such action.

113. Please identify all legal authority, with appropriate citations, that supports your position on Page 218 that mass migration services should be priced at TELRIC.

OBJECTION: Joint Petitioners object to this Interrogatory on the ground that it seeks information that is protected under the work product doctrine or other applicable privilege. Joint Petitioners further object on the ground that the information requested is not discoverable under the Rules of Civil Procedure. The testimony referenced in this item expresses the opinion of policy witnesses. Based on these objections, the Joint Petitioners will not provide responsive information.

114. Please identify the specific steps and processes that you believe are needed to perform mass migration of customers

OBJECTION: Joint Petitioners object to this Request on the grounds that it is vague, overly broad, and thus unduly burdensome. Joint Petitioners also object to the extent that this item seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners also object to this Request on the ground that it seeks information that is within the possession, custody and control of BellSouth, and that Joint Petitioners cannot reasonably be expected to know all the methods and procedures required for placing mass migration orders in BellSouth's OSS system to which Joint Petitioners have never had access. On the basis of these objections, Joint Petitioners will not provide responsive information.

115. Please identify all documents that relate, address, apply, or refer to your allegations on Pages 218-219 of the Testimony that Xspedius once attempted "to accomplish mass migration of several special access circuits to UNE loops."

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Joint Petitioners further object to this Interrogatory on the ground that all information regarding requests for mass migration is in BellSouth's possession. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox: Response

The testimony referenced within this Interrogatory is solely that of Xspedius. As is evident within the written testimony, NuVox did not sponsor the noted testimony and, therefore, NuVox will provide no response to this Interrogatory.

NewSouth Response:

The testimony referenced within this Interrogatory is solely that of Xspedius. As is evident within the written testimony, NewSouth did not sponsor the noted testimony and, therefore, NewSouth will provide no response to this Interrogatory.

KMC Response:

The testimony referenced within this Interrogatory is solely that of Xspedius. As is evident within the written testimony, KMC did not sponsor the noted testimony and, therefore, KMC will provide no response to this Interrogatory.

Xspedius Response:

Xspedius directs BellSouth's attention to email correspondence already in BellSouth's possession which involved communications between both parties regarding Xspedius' attempt to mass migrate special access circuits to UNE Loops.

116. Please identify all instances in which you have billed BellSouth or another carrier for services rendered more than 90 days after the bill date on which those charges ordinarily would have been billed.

OBJECTION: Joint Petitioners object to this Request on the grounds that it is vague, overly broad, and thus unduly burdensome. Joint Petitioners also object to the extent that this item seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. The information sought in this Request is not relevant to the matter being arbitrated in Issue 7-1. On the basis of these objections, Joint Petitioners will not provide responsive information.

117. Please identify all charges that would not be subject to the exemptions to the 90 day backbilling prohibition you testify about on Page 222 of the Testimony.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox, NewSouth, KMC and Xspedius Response:

This Interrogatory mischaracterizes the testimony. The testimony in fact states that there "may be circumstances" under which parties may backbill. At this time, Joint Petitioners have no examples of the charges referenced in this Interrogatory. Joint Petitioners reserve the right to amend or supplement this response should circumstances warrant such action.

118. Please provide the basis of and identify all facts and/or documents that support your statement on Page 229 of the Testimony that "[i]t is my understanding that the BFR/BNR process is a lengthy, expensive and typically unsatisfactory process."

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

NuVox Response:

In 1998, NuVox contacted Mark Cathey, then-Vice President of Interconnection Services for BellSouth, and requested that billing records be compiled in a certain format. Mr. Cathey asked that NuVox complete a BFR Request form and return same to BellSouth. NuVox complied with Mr. Cathey's directions. BellSouth responded to the BFR by stating that the cost associated with the Nuvox request would range from several hundred thousand dollars to millions of dollars and, additionally, that the entire cost was to be borne by NuVox. NuVox found the quoted cost to be prohibitively expensive and believed that such cost could not be absorbed by the company. Accordingly, NuVox abandoned further attempts to acquire that which was requested in the BFR. In further response to this Interrogatory, NuVox identifies those documents produced pursuant to Request for Production No. 66.

New South, KMC and Xspedius Response:

These Joint Petitioners are familiar with the troubles of NuVox and other carriers. Upon hearing of the trials and tribulations of such carriers, these Joint Petitioners came to the opinion that the BFR/BNR process is lengthy, expensive and unsatisfactory. These Joint Petitioners reserve the right to amend or supplement this response should the circumstances warrant such action.

119. Please identify all instances where you have used the BFR/BNR process with BellSouth.

OBJECTION: Joint Petitioners object to this Interrogatory to the extent that it is vague, overly broad, and unduly burdensome. In addition, Joint Petitioners object to this Interrogatory to the extent that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence, or is beyond the scope of what is required under the Rules of Civil Procedure. Subject to and without waiving any objections, Joint Petitioners will provide non-privileged, responsive information, if any, pursuant to the discovery guidelines of this proceeding.

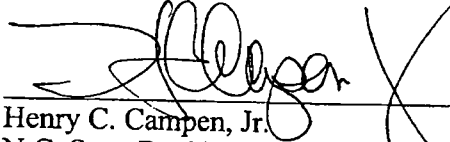
NuVox Response:

See Response to Interrogatory No. 118.

NewSouth, KMC and Xspedius Response:

Presently, these Joint Petitioners cannot identify an instance where any of them have used the BFR/BNR process with BellSouth. These Joint Petitioners reserve the right to amend or supplement this response should the circumstances warrant such action.

Respectfully submitted, this 29th day of June, 2004.



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Counsel for the Joint Petitioners

CERTIFICATE OF SERVICE

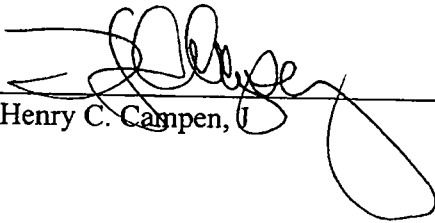
I, Henry C. Campen, Jr., do hereby certify that I have, on this 29th day of June, 2004, caused to be served upon the following individuals, by hand delivery or electronic mail, a copy of the foregoing **JOINT PETITIONERS' RESPONSES TO BELL SOUTH TELECOMMUNICATIONS, INC.'S FIRST SET OF INTERROGATORIES:**

By electronic mail:

Edward L. Rankin III
BellSouth Telecommunications, Inc.
1521 BellSouth Plaza
Post Office Box 30188
Charlotte, NC 28230
edward.rankin@bellsouth.com

By hand delivery:

Robert A. Culpepper
BellSouth Telecommunications, Inc.
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Henry C. Campen, Jr.

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June 29, 2004

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By Hand-Delivery

Ms. Geneva Thigpen
Chief Clerk
North Carolina Utilities Commission
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Raleigh, NC 27601

FILED

JUN 29 2004

Clerk's Office
N.C. Utilities Commission

**Re: Docket Nos. P-772, Sub 8; P-913, Sub 5; P-989, Sub 3; P-824, Sub 6; and,
P-1202, Sub 4**

Dear Ms. Thigpen:

Enclosed are an original and twenty-eight (28) copies of the Joint Petitioners' Responses to BellSouth Telecommunications, Inc.'s First Set of Interrogatories in the above-referenced dockets. Please file the original and return one (1) filed stamped copy to me via our courier.

Thank you for your assistance in this matter.

Sincerely,



Henry C. Campen, Jr.

HCC:ckc

Enclosures

cc: Edward L. Rankin, III (by electronic mail)
Robert A. Culpepper (by hand delivery)

CHARLESTON, SC
CHARLOTTE, NC
COLUMBIA, SC
SPARTANBURG, SC